

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

---

In re:

DESTINATION MATERNITY  
CORPORATION, *et al.*,<sup>1</sup>

Debtors.

)  
) Chapter 11  
)  
) Case No. 19-12256 (BLS)  
)  
) (Jointly Administered)  
)

---

**NOTICE OF AGENDA FOR HEARING SCHEDULED FOR JANUARY 21, 2020, AT  
10:00 A.M. (PREVAILING EASTERN TIME), BEFORE THE HONORABLE BRENDAN  
L. SHANNON AT THE UNITED STATES BANKRUPTCY COURT FOR THE  
DISTRICT OF DELAWARE, LOCATED AT 824 NORTH MARKET STREET, 6TH  
FLOOR, COURTROOM NO. 1, WILMINGTON, DELAWARE 19801<sup>2</sup>**

---

**CONTINUED MATTER:**

1. Debtors' Motion for Entry of an Order (I) Authorizing the Debtors to (A) File a Consolidated List of Creditors in Lieu of Submitting a Separate Mailing Matrix for Each Debtor, (B) File a Consolidated List of the Debtors' Thirty Largest Unsecured Creditors, (C) Redact Certain Personally Identifiable Information for the Debtors' Employees, and (D) Waive the Requirement to File Equity Lists and Modify Equity Holder Notice Requirements, and (II) Granting Related Relief [D.I. 4, filed on October 21, 2019]

Response Deadline: November 7, 2019 at 4:00 p.m. (ET)

Responses Received:

- A. United States Trustee's Objection to the Debtors' Motion for Entry of an Order (I) Authorizing the Debtors to (A) File a Consolidated List of Creditors in Lieu of Submitting a Separate Mailing Matrix for Each Debtor, (B) File a Consolidated List of the Debtors' Thirty Largest Unsecured Creditors, (C) Redact Certain Personally Identifiable Information for the Debtors' Employees, and (D) Waive the Requirement to File Equity Lists and Modify Equity Holder Notice Requirements, and (II) Granting Related Relief [D.I. 141, filed on November 4, 2019]

---

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Destination Maternity Corporation (5573); DM Urban Renewal, LLC (N/A); and Mothers Work Canada, Inc. (4780). The location of the Debtors' principal place of business is 232 Strawbridge Drive, Moorestown, New Jersey 08057.

<sup>2</sup> Any party who wishes to attend telephonically is required to make arrangements prior to the hearing through CourtCall by telephone (866-582-6878) or by facsimile (866-533-2946).

Related Documents:

- B. Declaration of Lisa Gavales, Chair of the Office of the CEO of Destination Maternity Corporation, in Support of Chapter 11 Petitions and First Day Motions [D.I. 17, filed on October 21, 2019]
- C. Notice of Filing of Chapter 11 Petitions and Related Motions and Declarations [D.I. 36, filed on October 21, 2019]
- D. Order (I) Authorizing the Debtors to (A) File a Consolidated List of Creditors in Lieu of Submitting a Separate Mailing Matrix for Each Debtor, (B) File a Consolidated List of the Debtors' Thirty Largest Unsecured Creditors, (C) Redact Certain Personally Identifiable Information for the Debtors' Employees, and (D) Waive the Requirement to File Equity Lists and Modify Equity Holder Notice Requirements, and (II) Granting Related Relief [D.I. 76, entered on October 22, 2019]
- E. Omnibus Notice of Second Day Hearing [D.I. 82, filed on October 22, 2019]

Status: This matter is continued to the next omnibus hearing on February 20, 2020 at 10:00 a.m. (ET).

**RESOLVED/MATTERS UNDER CERTIFICATE OF NO  
OBJECTION/CERTIFICATION OF COUNSEL:**

- 2. Motion of Wiseknit Factory Limited for Allowance and Payment of Administrative Expense Claim [D.I. 219, filed on November 12, 2019]

Response Deadline: December 5, 2019 at 4:00 p.m. (ET); extended to January 14, 2020 at 4:00 p.m. (ET) for the Debtors

Response Received:

- A. Debtors' Limited Objection to Motion of Wiseknit Factory Limited for Allowance and Payment of Administrative Expense Claim [D.I. 572, filed on January 14, 2020]

Related Documents: None.

Status: The parties have resolved this matter. A certification of counsel will be filed and submitted in accordance with the Court's procedures.

3. Application of the Official Committee of Unsecured Creditors of Destination Maternity Corporation, *et al.*, for Entry of an Order Authorizing the Employment and Retention of Cooley LLP as Lead Counsel *Nunc Pro Tunc* to November 1, 2019 [D.I. 337, filed on November 27, 2019]

Response Deadline: December 19, 2019 at 4:00 p.m. (ET)

Response Received: None

Related Documents:

- A. Notice of Application of the Official Committee of Unsecured Creditors of Destination Maternity Corporation, *et al.*, for Entry of an Order Authorizing the Employment and Retention of Cooley LLP as Lead Counsel *Nunc Pro Tunc* to November 1, 2019 [D.I. 420, filed on December 5, 2019]
- B. Supplemental Declaration of Cathy Herschopf Pursuant to Bankruptcy Rule 2014 [D.I. 562, filed on January 13, 2020]
- C. Certificate of No Objection Regarding Application of the Official Committee of Unsecured Creditors of Destination Maternity Corporation, *et al.*, for Entry of an Order Authorizing the Employment and Retention of Cooley LLP as Lead Counsel *Nunc Pro Tunc* to November 1, 2019 [D.I. 565, filed on January 13, 2020]
- D. Order Authorizing the Employment and Retention of Cooley LLP as Lead Counsel for the Official Committee of Unsecured Creditors [D.I. 573, entered on January 14, 2020]

Status: On January 14, 2020, the Court entered an order granting the relief requested. Accordingly, a hearing regarding this matter is not required.

4. Application for an Order Pursuant to 11 U.S.C. §§ 328(a) and 1103 Authorizing and Approving the Employment and Retention of Cole Schotz P.C. as Delaware and Conflicts Counsel to the Official Committee of Unsecured Creditors *Nunc Pro Tunc* to November 1, 2019 [D.I. 338, filed on November 27, 2019]

Response Deadline: December 19, 2019 at 4:00 p.m. (ET)

Response Received: None.

Related Documents:

- A. Notice of Application for an Order Pursuant to 11 U.S.C. §§ 328 and 1103 Authorizing and Approving the Employment and Retention of Cole Schotz P.C. as Delaware and Conflicts Counsel to the Official Committee of Unsecured

Creditors *Nunc Pro Tunc* to November 1, 2019 [D.I. 421, filed on December 5, 2019]

- B. Supplemental Declaration of David Dean Pursuant to Bankruptcy Rule 2014 [D.I. 451, filed on December 6, 2019]
- C. Second Supplemental Declaration of David Dean Pursuant to Bankruptcy Rule 2014 [D.I. 563, filed on January 13, 2020]
- D. Certificate of No Objection Regarding Application for an Order Pursuant to 11 U.S.C. §§ 328(a) and 1103 Authorizing and Approving the Employment and Retention of Cole Schotz P.C. as Delaware and Conflicts Counsel to the Official Committee of Unsecured Creditors *Nunc Pro Tunc* to November 1, 2019 [D.I. 566, filed on January 13, 2020]
- E. Order Pursuant to 11 U.S.C. §§ 328(a) and 1103 Authorizing and Approving the Employment and Retention of Cole Schotz P.C. as Delaware and Conflicts Counsel to the Official Committee of Unsecured Creditors *Nunc Pro Tunc* to November 1, 2019 [D.I. 571, entered on January 14, 2020]

Status: On January 14, 2020, the Court entered an order granting the relief requested. Accordingly, a hearing regarding this matter is not required.

- 5. Application for Entry for an Order Authorizing and Approving the Employment of Province, Inc. as Financial Advisor to the Official Committee of Unsecured Creditors Effective as of November 1, 2019 [D.I. 339, filed on November 27, 2019]

Response Deadline: December 19, 2019 at 4:00 p.m. (ET)

Response Received: None.

Related Documents:

- A. Notice of Application for Entry for an Order Authorizing and Approving the Employment of Province, Inc. as Financial Advisor to the Official Committee of Unsecured Creditors *Nunc Pro Tunc* to November 1, 2019 [D.I. 422, filed on December 5, 2019]
- B. Supplemental Declaration of Edward Kim Pursuant to Bankruptcy Rule 2014 [D.I. 564, filed on January 13, 2020]
- C. Certificate of No Objection Regarding Application for Entry for an Order Authorizing and Approving the Employment of Province, Inc. as Financial Advisor to the Official Committee of Unsecured Creditors Effective as of November 1, 2019 [D.I. 567, filed on January 13, 2020]

- D. Order Authorizing and Approving the Employment of Province, Inc. as Financial Advisor to the Official Committee of Unsecured Creditors Effective as of November 1, 2019 [D.I. 574, entered on January 14, 2020]

Status: On January 14, 2020, the Court entered an order granting the relief requested. Accordingly, a hearing regarding this matter is not required.

6. Motion of Comcast Cable Communications Management, LLC for Authority to File Under Seal Portions of its (A) Objection to Cure Amount and Assumption and Assignment of an Executory Contract Between the Debtors and Comcast Proposed in Debtors' Notice of Potential Assumption and Assignment of Executory Contracts or Unexpired Leases and Cure Amount and (B) Limited Objection to the Debtors' Motion for Entry of an Order (I) Approving the Form APA, (II) Authorizing the Sale of Assets Through the Winning Bid, (III) Authorizing the Sale of Substantially all of the Debtors' Assets Free and Clear of Liens, Claims, Encumbrances, and Interests, (IV) Authorizing the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, and (V) Granting Related Relief [D.I. 384, filed on December 3, 2019]

Response Deadline: December 10, 2019 at 4:00 p.m. (ET)

Responses Received: None.

Related Documents:

- A. [SEALED] Comcast Cable Communications Management, LLC's (A) Objection to Cure Amount and Assumption and Assignment of an Executory Contract Between the Debtors and Comcast Proposed in Debtors' Notice of Potential Assumption and Assignment of Executory Contracts or Unexpired Leases and Cure Amount and (B) Limited Objection to the Debtors' Motion for Entry of an Order (I) Approving the Form APA, (II) Authorizing the Sale of Assets Through the Winning Bid, (III) Authorizing the Sale of Substantially all of the Debtors' Assets Free and Clear of Liens, Claims, Encumbrances, and Interests, (IV) Authorizing the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, and (V) Granting Related Relief [D.I. 385, filed on December 3, 2019]
- B. [REDACTED] Comcast Cable Communications Management, LLC's (A) Objection to Cure Amount and Assumption and Assignment of an Executory Contract Between the Debtors and Comcast Proposed in Debtors' Notice of Potential Assumption and Assignment of Executory Contracts or Unexpired Leases and Cure Amount and (B) Limited Objection to the Debtors' Motion for Entry of an Order (I) Approving the Form APA, (II) Authorizing the Sale of Assets Through the Winning Bid, (III) Authorizing the Sale of Substantially all of the Debtors' Assets Free and Clear of Liens, Claims, Encumbrances, and Interests, (IV) Authorizing the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, and (V) Granting Related Relief [D.I. 386, filed on December 3, 2019]

- C. Order Granting Motion for Expedited Consideration of the Motion of Comcast Cable Communications Management, LLC for Authority to File Under Seal Portions of its (A) Objection to Cure Amount and Assumption and Assignment of an Executory Contract Between the Debtors and Comcast Proposed in Debtors' Notice of Potential Assumption and Assignment of Executory Contracts or Unexpired Leases and Cure Amount and (B) Limited Objection to the Debtors' Motion for Entry of an Order (I) Approving the Form APA, (II) Authorizing the Sale of Assets through the Winning Bid, (III) Authorizing the Sale of Substantially all of the Debtors' Assets Free and Clear of Liens, Claims, Encumbrances, and Interests, (IV) Authorizing the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, and (V) Granting Related Relief [D.I. 458, entered on December 9, 2019]

Status: This matter is moot.

7. Motion to Extend the Time Period within which the Debtors May File Notices to Remove Actions Pursuant to 28 U.S.C. § 1452 and Rules 9027 and 9006 of the Federal Rules of Bankruptcy Procedure [D.I. 548, filed on January 7, 2020]

Response Deadline: January 14, 2020 at 4:00 p.m. (ET)

Response Received: None

Related Documents:

- A. Certificate of No Objection [D.I. 581, filed on January 15, 2020]  
B. Order Granting the Debtors' Motion to Extend the Time Period within which the Debtors May File Notices to Remove Actions Pursuant to 28 U.S.C. § 1452 and Rules 9027 and 9006 of the Federal Rules of Bankruptcy Procedure [D.I. 586, entered on January 16, 2020]

Status: On January 16, 2020, the Court entered an order granting the relief requested. Accordingly, a hearing regarding this matter is not required.

**MATTERS GOING FORWARD:**

8. Motion of Haines Center – Florence, LLC for Entry of an Order (I) Compelling Debtors' Payment of Certain Post-Petition Rent and Other Obligations Due Pursuant to 11 U.S.C. § 365(d)(3) and (II) Allowing and Compelling Payment of Administrative Expense Claim Pursuant to 11 U.S.C. § 503(b)(1)(A) [D.I. 513, filed on December 20, 2019]

Response Deadline: January 3, 2020 at 4:00 p.m. (ET)

Response Received:

- A. Debtors' Objection to Motion of Haines Center – Florence, LLC for Entry of an Order (I) Compelling Debtors' Payment of Certain Post-Petition Rent and Other Obligations Due Pursuant to 11 U.S.C. § 365(d)(3) and (II) Allowing and Compelling Payment of Administrative Expense Claim Pursuant to 11 U.S.C. § 503(b)(1)(A) [D.I. 536, filed on January 3, 2020]

Related Documents:

- B. Haines' Reply to Debtors' Objection to Motion of Haines Center – Florence, LLC for Entry of an Order (I) Compelling Debtors' Payment of Certain Post-Petition Rent and Other Obligations Due Pursuant to 11 U.S.C. § 365(d)(3) and (II) Allowing and Compelling Payment of Administrative Expense Claim Pursuant to 11 U.S.C. § 503(b)(1)(A) [D.I. 580, filed on January 15, 2020]
- C. Notice of Filing of Amended Exhibit “B” to Motion of Haines Center – Florence, LLC for Entry of an Order (I) Compelling Debtors' Payment of Certain Post-Petition Rent and Other Obligations Due Pursuant to 11 U.S.C. § 365(d)(3) and (II) Allowing and Compelling Payment of Administrative Expense Claim Pursuant to 11 U.S.C. § 503(b)(1)(A) [D.I. 582, filed on January 15, 2020]
- D. Declaration of New Jersey Counsel to Haines Center – Florence, LLC Regarding Motion of Haines Center – Florence, LLC for Entry of an Order (I) Compelling Debtors' Payment of Certain Post-Petition Rent and Other Obligations Due Pursuant to 11 U.S.C. § 365(d)(3) and (II) Allowing and Compelling Payment of Administrative Expense Claim Pursuant to 11 U.S.C. § 503(b)(1)(A) [D.I. 584, filed on January 16, 2020]

Status: This matter is going forward.

- 9. Debtors' Motion to Extend the Deadline to Assume or Reject Unexpired Leases of Nonresidential Real Property Pursuant to Bankruptcy Code Section 365(d)(4) and Rule 6006 of the Federal Rules of Bankruptcy Procedure [D.I. 549, filed on January 7, 2020]

Response Deadline: January 14, 2020 at 4:00 p.m. (ET); extended to January 15, 2020 at 10:00 a.m. for the RPAI landlords

Response Received:

- A. Informal comments from the Pyramid landlords
- B. Informal comments from the RPAI landlords
- C. Informal comments from the Brookfield Property REIT, Inc., Gregory Greenfield & Associates, Ltd., Regency Centers, L.P., SITE Centers Corp., and Turnberry Associates

- D. Informal comments from the Acadia Realty Limited Partnership, Centercal Properties, LLC, Federal Realty Investment Trust, G&I VI Promenade, LLC, KRE Colonie Owner, LLC, Metronational Corporation, PGIM Real Estate, Starwood Retail Partners, LLC, The Forbes Company, The Macerich Company and Wayside Commons Investors LLC
- E. Objection of Haines Center – Florence, LLC to Debtors’ Motion to Extend the Deadline to Assume or Reject Unexpired Leases of Nonresidential Real Property Pursuant to Bankruptcy Code Section 365(d)(4) and Rule 6006 of the Federal Rules of Bankruptcy Procedure [D.I. 576, filed on January 14, 2020]

Related Documents: None.

Status: The informal comments at Items 9.A. through 9.D. have been resolved. This matter will go forward with respect to Item 9.E.

Dated: January 16, 2020  
Wilmington, Delaware

**LANDIS RATH & COBB LLP**

/s/ Jennifer L. Cree

Adam G. Landis (DE Bar No. 3407)  
Kerri K. Mumford (DE Bar No. 4186)  
Jennifer L. Cree (DE Bar No. 5919)  
919 North Market Street, Suite 1800  
Wilmington, Delaware 19801  
Telephone: (302) 467-4400  
Facsimile: (302) 467-4450  
Email: landis@lrclaw.com  
mumford@lrclaw.com  
cree@lrclaw.com

- and -

**KIRKLAND & ELLIS LLP**

**KIRKLAND & ELLIS INTERNATIONAL LLP**

Christopher T. Greco, P.C. (Admitted *pro hac vice*)  
601 Lexington Avenue  
New York, New York 10022  
Telephone: (212) 446-4800  
Facsimile: (212) 446-4900  
Email: christopher.greco@kirkland.com

*Co-Counsel to the Debtors and Debtors in Possession*